

RECORDATION NO. 22938-B FILED

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SEP 01 '06 12:12 PM

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

September 1, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice, dated as of August 30, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 22938.

The new names and addresses of the parties to the enclosed document are:

Lessor: Bombardier Capital Rail Inc.
(as Assignee of Greenbrier Leasing Corporation)
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258

[Lessee: BNSF Railway Company
(successor to The Burlington Northern and Santa Fe Railway Company)
2500 Lou Menk Drive,
Fort Worth, TX 76131-2828]

Mr. Vernon A. Williams
September 1, 2006
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A description of the railroad equipment covered by the enclosed document
is:

There is no new or additional equipment associated with this filing.

A short summary of the document to appear in the index is:

Notice.

Also enclosed is a check in the amount of \$34.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

BOMBARDIER

August 30, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

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SURFACE TRANSPORTATION BOARD

Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West
Suite 1000
Jacksonville, FL 32258 United States
www.bombardier.com

TEL (904) 288-1000
FAX (904) 288-2155

Re: Memorandum of Lease Agreement, dated as of August 1, 1999 between Greenbrier Leasing Corporation, Lessor, and The Burlington Northern and Santa Fe Railway Company, Lessee, filed with the Board on September 30, 1999 at 10:00 a.m. under Recordation Number 22447

Memorandum of Lease Agreement, dated as of December 16, 1999 between Greenbrier Leasing Corporation, Lessor, and The Burlington Northern and Santa Fe Railway Company, Lessee, filed with the Board on January 7, 2000 at 11:36 a.m. under Recordation Number 22697

Memorandum of Lease Agreement, dated as of January 4, 2000 between Greenbrier Leasing Corporation, Lessor, and The Burlington Northern and Santa Fe Railway Company, Lessee, filed with the Board on February 17, 2000 at 3:41 p.m. under Recordation Number 22782

Memorandum of Lease Agreement, dated as of December 16, 1999 between Greenbrier Leasing Corporation, Lessor, and The Burlington Northern and Santa Fe Railway Company, Lessee, filed with the Board on May 31, 2000 at 2:48 p.m. under Recordation Number 22938 (BCRI's headlease 16)

Dear Mr. Williams:

With reference to the railroad equipment covered by the recordations shown above, we wish to advise:

1. The Lessee's name has changed. Please update the record to reflect that the lessee is BNSF Railway Company (successor to The Burlington Northern and Santa Fe Railway Company).

Please file this change under the Recordation Numbers shown above.

Very truly yours,

Catherine Hawks

Catherine Hawks
Senior Attorney

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

ss.

On this 30th day of August, 2006, before me appeared Catherine Hawks, to me personally known, who, being duly sworn did say that she is the Senior Attorney of BOMBARDIER CAPITAL RAIL INC. (f/k/a NorRail, Inc.), and that said instrument was signed on behalf said corporation by authority of its board of directors and she acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

David M. Porter
NOTARY PUBLIC

My Commission Expires: 7-1-2010

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

9/1/06



Robert W. Alvord